

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING

DOCKET NO. VG0B-99/0518-0723

ELECTIONS, UNIT: VC-4068

(hereinafter "Subject Drilling Unit")

REPORT OF BOARD


FINDINGS AND ORDER

1. This Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on June 14, 1999, and recorded at Book 493, Page 494 in the Office of the Clerk of Circuit Court, Buchanan County, Virginia on June 23, 1999 (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.
2. Findings: The Board finds that:
 - (a) The Board Order directed Equitable Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
 - (b) The designated operator filed its affidavit of mailing dated June 30, 1999, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order;
 - (c) The Board Order required each Respondent whose interest, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated August 12, 1999, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (herein "Affidavit

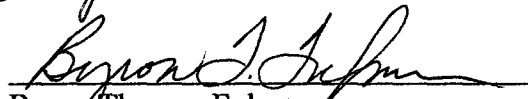
of Election”), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board’s Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;

- (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein “Statement of Interests”); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B.
 - (e) Current Board standards requiring the escrow of funds and the Board’s agreement with its Escrow Agent, First Virginia Bank- Mountain Empire, P.O. Box 1038, Abingdon, Virginia 24212, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2. above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, First Virginia Bank-Mountain Empire, Trust Department, P.O. Box 1038, Abingdon, Virginia 24212, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
 4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that true and correct copy of this Order to each person whose interest or claim is subject to escrow and whose address is known.
 5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
 6. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 27th day of August, 1999 by a majority of the Virginia Gas and Oil Board.



Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 30th day of August, 1999, by Order of this Board.


Byron Thomas Fulmer
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF WISE)

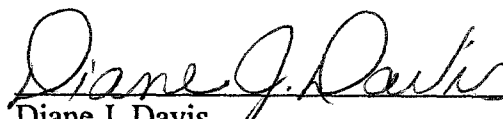
Acknowledged on this 27th day of August, 1999, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny R. Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Susan G. Garrett
Notary Public

My commission expires 7/31/2002

STATE OF VIRGINIA)
COUNTY OF WISE)

Acknowledged on this 30th day of August, 1999, personally before me a notary public in and for the Commonwealth of Virginia, appeared Byron Thomas Fulmer, being duly sworn did depose and say that he is Principal Executive to the Staff Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Diane J. Davis
Notary Public

My commission expires: 9/30/2001

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number VC-4068, VGOB Docket No. VGOB-99/0518-0723 in the Hurricane Magisterial District of Buchanan County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on June 14, 1999, by the Virginia Gas and Oil Board regarding the captioned coalbed methane Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on June 23, 1999.
5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

NONE

6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to

escrow under the Board's Order pooling the captioned Unit, Board Regulations and the Code of Virginia; that opposite the name of each person named as a Respondent listed below is set forth:

The following revenue interests are **subject to escrow** provisions due to conflicting Claims as between the gas owner and the coal owner and/or unknown or unlocatable persons.

Faye Fields Cassidy Heirs 0.00144000 RI
Unknown

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims which are not subject to escrow:

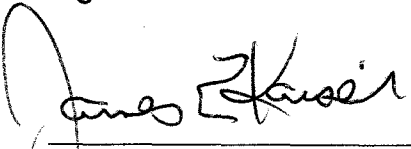
NONE

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

| Tract | Name | Cash Consideration |
|--------------------------|--|---|
| Tract 3 Gas & Coal | Barbara Ellen Lovins & Carl Lovins, W/H | .0967 Acres x \$5.00 = \$0.49 |
| | Faye Fields Cassidy Heirs | .6770 Acres x \$5.00 = \$0.34 Subject to Escrow |

That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are required in this matter pursuant to the terms of §§ 45.1-361.21.D.

Dated at Kingsport, Tennessee, this 23rd day of August 1999.



Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Production Company, a corporation, on behalf of the corporation, this 23rd day of August 1999.

My commission expires: July 31, 2001

Jamie E. Fuller
Notary

EXHIBIT "B"

VC-4068

BOOK 496 PAGE 114

VGOB 99/0518/0723

| <u>TRACT</u> | <u>LESSOR</u> | <u>LEASE STATUS</u> | <u>INTEREST WITHIN UNIT</u> | <u>GROSS ACREAGE IN UNIT</u> | <u>NET REVENUE INTEREST</u> | |
|------------------------|--|-------------------------|-------------------------------------|--------------------------------------|-------------------------------------|----|
| <u>Gas Estate Only</u> | | | | | | |
| 1 | Joseph Frederick McGuire, single 201 Woodrum St. Pearisburg, Va 24134 | Leased-EPC 245075L02 | 30.580000% | 17.9700 | 0.03822500 | RI |
| | Meredith Ellis Iqbal, single 2418 W. Linden Ave. Nashville, TN 37212 | Leased-EPC 245078L01 | 10.193333% | 5.9900 | 0.01274167 | RI |
| | John W. Pobst & Lynda L. Pobst, H/W P. O. Box 86 Revere, PA 18953 | Leased-EPC 245078L03 | 5.096667% | 2.9950 | 0.00637083 | RI |
| | Richard K. Pobst & M. Katherine Pobst, H/W 3760 Lindell Rd. Las Vegas, NV 89103-2473 | Leased-EPC 245078L06 | 5.096667% | 2.9950 | 0.00637083 | RI |
| | Virginia Lee Linwick & Phillip Gregory Linwick, W/H 4324 S. Ball Dr. Veradale, WA 99037 | Leased-EPC 245078L05 | 5.096667% | 2.9950 | 0.00637083 | RI |
| | Nancy Catherine Pobst-Hooper, single 30 Bramblewood Point Cartersville, GA 30120 | Leased-EPC 245078L04 | 5.096666% | 2.9950 | 0.00637084 | RI |
| | Equitable Production Company | | | | 0.53515000 | WI |
| | Tract 1 Totals | | 61.160000% | 35.94 | 0.61160000 | |
| 2 | Richard C. Mullins Patricia Kay Mullins, H/W Rt 3, Box 246 Clintwood, VA 24228 | Leased-EPC 245249L01 | 1.700000% | 1.0000 | 0.00212500 | RI |

EXHIBIT "B"**VC-4068****BOOK 496****PAGE 115****VGOB 99/0518/0723**

| <u>TRACT</u> | <u>LESSOR</u> | <u>LEASE STATUS</u> | <u>INTEREST WITHIN UNIT</u> | <u>GROSS ACREAGE IN UNIT</u> | <u>NET REVENUE INTEREST</u> | |
|--------------|---|-------------------------|-------------------------------------|--------------------------------------|-------------------------------------|----|
| | Carolyn L. Mullins, Single 58 Green Valley Rd. Bristol, VA 24201 | Leased-EPC 245249L01 | 1.700000% | 1.0000 | 0.00212500 | RI |
| | Equitable Production Company | | | | 0.02975000 | WI |
| | Total Tract 2 | | 3.400000% | 2.0000 | 0.03400000 | |
| 3 | Vickie Cochran 5039 St. Rt. 257 Radnor, OH 43066 | Leased-EPC 245201L01 | 1.536000% | 0.9026 | 0.00192000 | RI |
| | Paula Sparks 4555 Harmony Twp. Rd. Marengo, OH 43334 | Leased-EPC 245201L01 | 1.536000% | 0.9026 | 0.00192000 | RI |
| | Helen Conner 1578 Indian Creek Rd. Huntley, MT 59037 | Leased-EPC 245201L01 | 1.536000% | 0.9027 | 0.00192000 | RI |
| | Mary Hoffman P. O. Box 340373 Columbus, OH 43229 | Leased-EPC 245201L01 | 1.536000% | 0.9027 | 0.00192000 | RI |
| | Wayne R. Hoffman P. O. Box 218 West Mansfield, OH 43358 | Leased-EPC 245201L01 | 1.536000% | 0.9027 | 0.00192000 | RI |
| | Theresa Hoffman 386 West Main St. Waldo, OH 43356 | Leased-EPC 245201L01 | 1.536000% | 0.9027 | 0.00192000 | RI |
| | Hubert Kenna Mullinex & Cora Ann Mullinex, H/W Rt. 1, Box 409 Cottageville, WV 25239 | Leased-EPC 245201L02 | 0.164572% | 0.0967 | 0.00020572 | RI |
| | George Mullinex, single 110 Riverbend Apts. New Haven, WV 24265 | Leased-EPC 245201L03 | 0.164572% | 0.0967 | 0.00020572 | RI |

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|--------------|---|-------------------------|-------------------------------------|--------------------------------------|-------------------------------------|----|
| | Ada Sue Ferguson & Chester Ferguson, W/H 4629 James River Rd. Huntington, WV 25704 | Leased-EPC 245201L04 | 0.164572% | 0.0968 | 0.00020572 | RI |
| | Wilma Mullinex, single 601 #5 West 26th. St. Huntington, WV 25704 | Leased-EPC 245201L05 | 0.164571% | 0.0967 | 0.00020571 | RI |
| | Stella Pelfrey & Donald O. Pelfrey, W/H 1319 Wayne Ave. Kenova, WV 25530 | Leased-EPC 245201L06 | 0.164571% | 0.0967 | 0.00020571 | RI |
| | Cora Blance Adkins, married 9 Bison Village Kenova, WV 25530 | Leased-EPC 245201L07 | 0.164571% | 0.0967 | 0.00020571 | RI |
| | Barbara Ellen Lovins & Carl Lovins, W/H 4016 Vansant Street Huntington, WV 25704 | Deemed Leased | 0.164571% | 0.0967 | 0.00020571 | RI |
| | Faye Fields Cassidy Heirs Unknown | Deemed Leased | 1.152000% | 0.6770 | 0.00144000 | RI |
| | Equitable Production Company | | | | 0.10080000 | WI |
| | Total Tract 3 | | 11.520000% | 6.770000 | 0.11520000 | |
| 4 | Ethel Fleming, widow HC 65, Box 28 Rowe, VA 24646 | Leased-EPC 245204L01 | 23.920000% | 14.0600 | 0.02990000 | RI |
| | Equitable Production Company | | | | 0.20930000 | WI |
| | Total Tract 4 | | 23.920000% | 14.0600 | 0.23920000 | |
| | Gas Estate Totals | | 100.000000% | 58.7700 | 1.00000000 | |

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| | John W. Pobst & Lynda L. Pobst, H/W P. O. Box 86 Revere, PA 18953 | Leased-EPC 245078L03 | 5.096667% | 2.9950 | 0.00637083 | RI |
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| | Equitable Production Company | | | | 0.53515000 | WI |
| | Total Tract 1 | | 61.160000% | 35.9400 | 0.61160000 | |
| 2 | Richard C. Mullins Patricia Kay Mullins, H/W Rt 3, Box 246 Clintwood, VA 24228 | Leased-EPC 245249L01 | 1.700000% | 1.0000 | 0.00212500 | RI |

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| | Equitable Production Company | | | | 0.02975000 | WI |
| | Total Tract 2 | | 3.400000% | 2.0000 | 0.03400000 | |
| 3 | Vickie Cochran 5039 St. Rt. 257 Radnor, OH 43066 | Leased-EPC 245201L01 | 1.536000% | 0.9026 | 0.00192000 | RI |
| | Paula Sparks 4555 Harmony Twp. Rd. Marengo, OH 43334 | Leased-EPC 245201L01 | 1.536000% | 0.9026 | 0.00192000 | RI |
| | Helen Conner 1578 Indian Creek Rd. Huntley, MT 59037 | Leased-EPC 245201L01 | 1.536000% | 0.9027 | 0.00192000 | RI |
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| | Wayne R. Hoffman P. O. Box 218 West Mansfield, OH 43358 | Leased-EPC 245201L01 | 1.536000% | 0.9027 | 0.00192000 | RI |
| | Theresa Hoffman 386 West Main St. Waldo, OH 43356 | Leased-EPC 245201L01 | 1.536000% | 0.9027 | 0.00192000 | RI |
| | Hubert Kenna Mullinex & Cora Ann Mullinex, H/W Rt. 1, Box 409 Cottageville, WV 25239 | Leased-EPC 245201L02 | 0.164572% | 0.0967 | 0.00020572 | RI |
| | George Mullinex, single 110 Riverbend Apts. New Haven, WV 24265 | Leased-EPC 245201L03 | 0.164572% | 0.0967 | 0.00020572 | RI |

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| | Faye Fields Cassidy Heirs Unknown | Deemed Leased | 1.152000% | 0.6770 | 0.00144000 | RI |
| | Equitable Production Company | | | | 0.10080000 | WI |
| Total Tract 3 | | | 11.520000% | 6.7700 | 0.11520000 | |
| 4 | Ethel Fleming, widow HC 65, Box 28 Rowe, VA 24646 | Leased-EPC 245204L01 | 23.920000% | 14.0600 | 0.02990000 | RI |
| | Equitable Production Company | | | | 0.20930000 | WI |
| Total Tract 4 | | | 23.920000% | 14.0600 | 0.23920000 | |
| Coal Estate Totals | | | 100.000000% | 58.7700 | 1.00000000 | |

VIRGINIA: In the Clerk's Office of the Circuit Court of Buchanan County. The foregoing instrument was this day presented in the office aforesaid and is, together with the certificate of acknowledgment annexed, admitted to record this 15th day of September, 1999.
Deed Book No. 496 and Page No. 108 TESTE: James M. Bevins, Jr., Clerk
Returned this date to: Manu Sam TESTE: Atticus D. One, Deputy Clerk

INSTRUMENT #990002316
RECORDED IN THE CLERK'S OFFICE OF
BUCHANAN COUNTY ON
SEPTEMBER 1, 1999 AT 02:59PM
JAMES M. BEVINS JR., CLERK

BY: _____

Ates

COMMONWEALTH OF VIRGINIA



OFFICIAL RECEIPT
BUCHANAN COUNTY CIRCUIT COURT
DEED RECEIPT

DATE: 09/01/99 TIME: 14:59:32 ACCOUNT: 027CLR990002316 RECEIPT: 99000005720
CASHIER: AKT REG: BU01 TYPE: OTHER PAYMENT: FULL PAYMENT
INSTRUMENT : 990002316 BOOK: PAGE: RECORDED: 09/01/99 AT 14:59
GRANTOR: VIRGINIA GAS & OIL BOARD EX: N LOC: CO
GRANTEE: EQUITABLE PRODUCTION CO EX: N PCT: 100%

AND ADDRESS :
RECEIVED OF : DEPT OF MINES MINERALS ENER
CHECK : \$22.00

DESCRIPTION 1: DECLARATION OF POOLING
2:

| | | | | | |
|------------------|-----|-------------|------------------|------|------|
| CONSIDERATION: | .00 | ASSUME/VAL: | .00 | MAP: | |
| CODE DESCRIPTION | | PAID | CODE DESCRIPTION | | PAID |
| 301 DEEDS | | 21.00 | 145 VSLF | | 1.00 |

TENDERED : 22.00
AMOUNT PAID: 22.00
CHANGE AMT : .00

CLERK OF COURT: JAMES M. BEVINS JR.

COMMONWEALTH OF VIRGINIA



OFFICIAL RECEIPT
BUCHANAN COUNTY CIRCUIT COURT
DEED RECEIPT

DATE: 09/01/99 TIME: 14:59:32 ACCOUNT: 027CLR990002316 RECEIPT: 99000005720
 CASHIER: AKT REG: BU01 TYPE: OTHER PAYMENT: FULL PAYMENT
 INSTRUMENT : 990002316 BOOK: PAGE: RECORDED: 09/01/99 AT 14:59
 GRANTOR: VIRGINIA GAS & OIL BOARD EX: N LOC: CO
 GRANTEE: EQUITABLE PRODUCTION CO EX: N PCT: 100%
 AND ADDRESS :
 RECEIVED OF : DEPT OF MINES MINERALS ENER
 CHECK : \$22.00
 DESCRIPTION 1: DECLARATION OF POOLING
 2:
 CONSIDERATION: .00 ASSUME/VAL: .00 MAP:
 CODE DESCRIPTION PAID CODE DESCRIPTION PAID
 301 DEEDS 21.00 145 VSLF 1.00

TENDERED : 22.00
 AMOUNT PAID: 22.00
 CHANGE AMT : .00

CLERK OF COURT: JAMES M. BEVINS JR.